

Exhibit B

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF OHIO
WESTERN DIVISION**

Walter W. Thiemann, : Case No. C-1-00-793
on behalf of himself and of :
all others similarly situated, : Judge Sandra S. Beckwith
Plaintiff, : Magistrate Judge Hogan
vs. :
OHSL Financial Corporation, et al. :
Defendants. : **AFFIDAVIT OF
GARY MEIER**

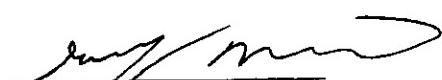
STATE OF OHIO :
: SS:
COUNTY OF HAMILTON :

GARY MEIER, being duly sworn, deposes and states as follows:

1. I am one of the plaintiffs in the above-captioned action. I am a member of the class, and I was damaged as a result of the merger complained of.
2. I make this affidavit in support of the Motion for Class Certification.
3. I am a member of the class that I seek to represent. Although I voted against the merger by not returning my Proxy Card, I was misled by the materially false and misleading Proxy Materials/Registration, which I believe contained materially false and misleading information and failed to state material facts.

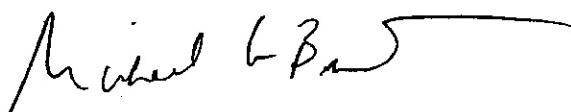
4. I have reviewed the Consolidated Amended Complaint and authorized its filing.
5. Over the course of the approximately the last two years, I have been in frequent contact with the Mesh firm. I have produced documents in the case, reviewed documents, repeatedly met with counsel, and will continue to do so as the case progresses. If permitted to serve as a class representative, I will fairly and adequately represent the class.

FURTHER AFFIANT SAYETH NAUGHT



Gary Meier

Sworn to before me and subscribed in my presence this 23rd day of December, 2003.



MICHAEL L. BANE

My Commission Expires on

2/26/07